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ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A. LESTER

June 25, 2009

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Re: CIT Rail Trust 2006-3

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Lease Supplement No. 10 (CIT Rail Trust 2006-3), dated as of June 25, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Numbers 26584, 26584-B and 26584-D..

The names and addresses of the parties to the enclosed document are:

Lessee: The CIT Group/Equipment Financing, Inc.
1211 Avenue of the Americas
New York, NY 10036

Lessor: CIT Rail Trust 2006-3 by Wells Fargo Bank
Northwest, National Association, not in its
individual capacity but solely as Owner Trustee
299 South Main Street, 12th Floor
Salt Lake City, UT 84111

Anne K. Quinlan, Esquire
June 25, 2009
Page 2

A description of the railroad equipment covered by the enclosed document is:

1,187 railcars: LCEX 1300 - LCEX 1359 and within the following series: DBUX 208895 – DBUX 301020; DBUX 207066 – DBUX 207792; CEFX 54229 – CEFX 54590; CCLX 92000 - CCLX 92099; CEFX 72791 - CEFX 72911; DBUX 207793 - DBUX 207867; DBUX 208913 - DBUX 301182; TEPX 5373 - TEPX 5512; and TLAX 1046 - TLAX 1215 as more particularly set forth in the equipment schedule attached to the document.

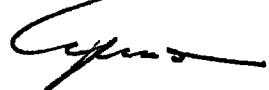
A short summary of the document to appear in the index is:

Lease Supplement No. 10 (CIT Rail Trust 2006-3).

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

JUN 25 '09 -12 3 0 PM

LEASE SUPPLEMENT NO. 10
(CIT Rail Trust 2006-3)

SURFACE TRANSPORTATION BOARD

This Lease Supplement No. 10 (the "Supplement") dated as of June 25, 2009, is between CIT RAIL TRUST 2006-3, a Delaware statutory trust ("Lessor"), and THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation ("Lessee").

Witnesseth:

The Lessee has leased from Lessor certain railcars identified on Schedule 1 attached hereto (the "Units") under the Equipment Lease Agreement (CIT Rail Trust 2006-3) dated as of September 29, 2006, as more fully identified on Schedule 2 attached hereto (the "Lease"), evidence of which was filed with the Surface Transportation Board (the "STB") and the Registrar General of Canada, on such dates, and with respect to the STB, with such recordation numbers, as set forth on Schedule 3 attached hereto. Except as expressly provided herein capitalized terms used herein have the meanings specified in the Lease.

The Lessee, as sublessor, desires to assign to Lessor as security for Lessee's obligations under the Lease, Lessee's rights under all of its existing and future subleases with respect to the Units to the extent such subleases relate to Units subject to the Lease (the "Assigned Subleases"), in accordance with Section 8.3 of the Lease.

The Lease provides for the execution and delivery of one or more Lease Supplements substantially in the form hereof.

Now, therefore, in consideration of the premises and other good and sufficient consideration, receipt whereof is acknowledged, the Lessee hereby agrees as follows:

1. The Lessee, as sublessor, does hereby assign, transfer, convey and grant to Lessor, as security for Lessee's obligations under the Lease, all of its right, title and interest in, to and under the Assigned Subleases, to the extent related to the Units subject to the Lease. Lessee further agrees that upon the occurrence and continuation of a Lease Event of Default under the Lease that Lessor shall be entitled to give any notices, directions, consents or waivers under and in respect of the Assigned Subleases to the extent related to the Units subject to the Lease and exercise such other rights and remedies with respect thereto of a secured party under applicable law; provided that Lessee shall continue to be entitled to give such notices, directions, consents or waivers and exercise such rights and remedies without consent or approval of the Lessor unless and until a Lease Event of Default under the Lease shall have occurred and be continuing. Notwithstanding the foregoing, unless and until the occurrence and continuation of a Lease Event of Default, all payments of rent and other amounts under the Assigned Subleases shall continue to be paid to the Lessee.

2. THIS SUPPLEMENT SHALL BE GOVERNED BY THE LAWS OF THE STATE OF NEW YORK, INCLUDING ALL MATTERS OF CONSTRUCTION, VALIDITY AND PERFORMANCE (INCLUDING SECTIONS 5-1401 AND 5-1402 OF THE NEW YORK GENERAL OBLIGATIONS LAW BUT EXCLUDING TO THE MAXIMUM EXTENT

PERMITTED BY LAW ALL OTHER CHOICE OF LAW AND CONFLICTS OF LAW RULES).

3. Certain of the right, title and interest of Lessor in and to the Lease, including this Supplement, and the Assigned Subleases, have been assigned as collateral security to, and are subject to a security interest in favor of, Wilmington Trust Company, not in its individual capacity but solely as Indenture Trustee under a Trust Indenture and Security Agreement (CIT Rail Trust 2006-3), dated as of September 29, 2006, as more fully identified on Schedule 2 attached hereto (the "Indenture") between said Indenture Trustee, as secured party, and Lessor, as debtor.

4. No term, covenant, agreement or condition of this Supplement may be terminated, amended or compliance therewith waived (either generally or in a particular instance, retroactively or prospectively) except by an instrument or instruments in writing executed by each party hereto and except as may be permitted by the terms of the Indenture.

5. The Lessee wishes to show for public record this Supplement and accordingly has caused this Supplement to be executed by its officers thereunto duly authorized, as of the date first above written.

6. This Supplement may be executed in any number of counterparts, each executed counterpart constituting an original but all together one and the same instrument.

7. This Supplement or a counterpart or copy hereof or evidence hereof may be filed or recorded in any public office as may be necessary or appropriate to protect the interest of Lessor or the Indenture Trustee herein or in the Assigned Subleases. Lessee will duly execute and deliver to Lessor such further documents and assurances and take such further action as Lessor may from time to time reasonably request or as may be required by applicable law or regulation in order to effectively carry out the intent and purpose of this Supplement and to establish and protect the rights and remedies created or intended to be created in favor of Lessor and the Indenture Trustee hereunder.

8. It is expressly agreed and understood that all representations, warranties and undertakings of Lessor hereunder shall be binding upon Lessor only in its capacity as Trust and in no case shall the Trust Company be personally liable for or on account of any statements, representations, warranties, covenants or obligations of Lessor hereunder.

* * *

IN WITNESS WHEREOF, the Lessee and the Lessor have caused this Lease Supplement to be duly executed as of the day and year first above written and to be delivered as of the date first above written.

THE CIT GROUP/EQUIPMENT FINANCING,
INC., as Lessee

By:

Name: Barry Nohalty
Title: Senior Vice President

STATE OF IL)
 } ss:
COUNTY OF COOK)

The foregoing Lease Supplement (CIT Rail Trust 2006-3) was acknowledged before me, the undersigned Notary Public, in the County of Cook this 16th day of June, 2009 by Barry Nohalty, as Senior Vice President of THE CIT GROUP/EQUIPMENT FINANCING, INC.

Rachel Moton
Notary Public

My commission expires: 02/06/12

[Notarial Seal]



[signatures continue on following page]

CIT RAIL TRUST 2006-3

By: **WELLS FARGO BANK, NATIONAL ASSOCIATION**, not in its individual capacity, but solely as Owner Trustee

By: Tracy M. McLamb

Name: Tracy M. McLamb

Title: Vice President

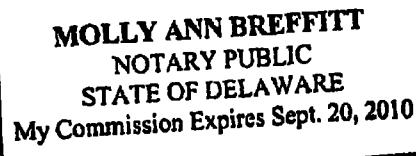
STATE OF Delaware)
) ss:
COUNTY OF New Castle)

The foregoing Lease Supplement (CIT Rail Trust 2006-3) was acknowledged before me, the undersigned Notary Public, in the County of New Castle this 23rd day of June, 2009 by Tracy M. McLamb as Vice President of WELLS FARGO BANK, NATIONAL ASSOCIATION, not individually but solely as Owner Trustee on behalf of CIT RAIL TRUST 2006-3.

Molly Ann Breffitt
Notary Public

My commission expires: _____

[Notarial Seal]



Schedule 1
(Description of Equipment)

Basic Group	Number	Description/Type	Mark and Numbers
A	44	30,000 gallon general purpose tank cars	See Schedule 1-A attached hereto
B	130	25,500 gallon general purpose tank cars	See Schedule 1-B attached hereto
C	245	62,000 CF Pellet cars	See Schedule 1-C attached hereto
D	221	ARI 5200 cubic foot hopper cars	See Schedule 1-D attached hereto
E	60	3230 pressure differential cement cars	See Schedule 1-E attached hereto
F	75	25,500 gallon general purpose tank cars	See Schedule 1-F attached hereto
G	124	30,000 gallon general purpose tank cars	See Schedule 1-G attached hereto
H	140	Coal gondolas	See Schedule 1-H attached hereto
I	148.	6400 cubic foot mill gondolas	See Schedule 1-I attached hereto

Schedule 1-A
(Marks / Numbers)

DBUX	208895	DBUX	208907	DBUX	301000	DBUX	301012
DBUX	208896	DBUX	208908	DBUX	301001	DBUX	301013
DBUX	208897	DBUX	208909	DBUX	301002	DBUX	301014
DBUX	208898	DBUX	208910	DBUX	301003	DBUX	301015
DBUX	208899	DBUX	208911	DBUX	301004	DBUX	301016
DBUX	208900	DBUX	208912	DBUX	301005	DBUX	301018
DBUX	208901	DBUX	208914	DBUX	301006	DBUX	301019
DBUX	208902	DBUX	208915	DBUX	301007	DBUX	301020
DBUX	208903	DBUX	208916	DBUX	301008		
DBUX	208904	DBUX	208917	DBUX	301009		
DBUX	208905	DBUX	208918	DBUX	301010		
DBUX	208906	DBUX	208919	DBUX	301011		

Schedule 1-B
(Marks / Numbers)

DBUX 207066	DBUX 207696	DBUX 207729	DBUX 207762
DBUX 207075	DBUX 207697	DBUX 207730	DBUX 207763
DBUX 207080	DBUX 207698	DBUX 207731	DBUX 207764
DBUX 207081	DBUX 207699	DBUX 207732	DBUX 207765
DBUX 207082	DBUX 207700	DBUX 207733	DBUX 207766
DBUX 207083	DBUX 207701	DBUX 207734	DBUX 207767
DBUX 207084	DBUX 207702	DBUX 207735	DBUX 207768
DBUX 207085	DBUX 207703	DBUX 207736	DBUX 207769
DBUX 207087	DBUX 207704	DBUX 207737	DBUX 207770
DBUX 207089	DBUX 207705	DBUX 207738	DBUX 207771
DBUX 207658	DBUX 207706	DBUX 207739	DBUX 207772
DBUX 207659	DBUX 207707	DBUX 207740	DBUX 207773
DBUX 207660	DBUX 207708	DBUX 207741	DBUX 207774
DBUX 207661	DBUX 207709	DBUX 207742	DBUX 207775
DBUX 207662	DBUX 207710	DBUX 207743	DBUX 207776
DBUX 207663	DBUX 207711	DBUX 207744	DBUX 207777
DBUX 207664	DBUX 207712	DBUX 207745	DBUX 207778
DBUX 207665	DBUX 207713	DBUX 207746	DBUX 207779
DBUX 207667	DBUX 207714	DBUX 207747	DBUX 207780
DBUX 207668	DBUX 207715	DBUX 207748	DBUX 207781
DBUX 207669	DBUX 207716	DBUX 207749	DBUX 207782
DBUX 207670	DBUX 207717	DBUX 207750	DBUX 207783
DBUX 207671	DBUX 207718	DBUX 207751	DBUX 207784
DBUX 207672	DBUX 207719	DBUX 207752	DBUX 207785
DBUX 207673	DBUX 207720	DBUX 207753	DBUX 207786
<u>DBUX 207674</u>	<u>DBUX 207721</u>	<u>DBUX 207754</u>	<u>DBUX 207787</u>
DBUX 207675	DBUX 207722	DBUX 207755	DBUX 207788
DBUX 207676	DBUX 207723	DBUX 207756	DBUX 207789
DBUX 207677	DBUX 207724	DBUX 207757	DBUX 207790
DBUX 207678	DBUX 207725	DBUX 207758	DBUX 207791
DBUX 207693	DBUX 207726	DBUX 207759	DBUX 207792
DBUX 207694	DBUX 207727	DBUX 207760	
DBUX 207695	DBUX 207728	DBUX 207761	

Schedule 1-C
(Marks / Numbers)

CEFX	54229	CEFX	54324	CEFX	54364	CEFX	54404
CEFX	54245	CEFX	54325	CEFX	54365	CEFX	54405
CEFX	54258	CEFX	54326	CEFX	54366	CEFX	54406
CEFX	54270	CEFX	54327	CEFX	54367	CEFX	54407
CEFX	54275	CEFX	54328	CEFX	54368	CEFX	54408
CEFX	54276	CEFX	54329	CEFX	54369	CEFX	54409
CEFX	54285	CEFX	54330	CEFX	54370	CEFX	54410
CEFX	54286	CEFX	54331	CEFX	54371	CEFX	54411
CEFX	54288	CEFX	54332	CEFX	54372	CEFX	54412
CEFX	54291	CEFX	54333	CEFX	54373	CEFX	54413
CEFX	54292	CEFX	54334	CEFX	54374	CEFX	54414
CEFX	54294	CEFX	54335	CEFX	54375	CEFX	54415
CEFX	54296	CEFX	54336	CEFX	54376	CEFX	54416
CEFX	54297	CEFX	54337	CEFX	54377	CEFX	54417
CEFX	54298	CEFX	54338	CEFX	54378	CEFX	54418
CEFX	54299	CEFX	54339	CEFX	54379	CEFX	54419
CEFX	54300	CEFX	54340	CEFX	54380	CEFX	54422
CEFX	54301	CEFX	54341	CEFX	54381	CEFX	54424
CEFX	54302	CEFX	54342	CEFX	54382	CEFX	54426
CEFX	54303	CEFX	54343	CEFX	54383	CEFX	54430
CEFX	54304	CEFX	54344	CEFX	54384	CEFX	54437
CEFX	54305	CEFX	54345	CEFX	54385	CEFX	54439
CEFX	54306	CEFX	54346	CEFX	54386	CEFX	54440
CEFX	54307	CEFX	54347	CEFX	54387	CEFX	54441
CEFX	54308	CEFX	54348	CEFX	54388	CEFX	54443
CEFX	54309	CEFX	54349	CEFX	54389	CEFX	54445
CEFX	54310	CEFX	54350	CEFX	54390	CEFX	54446
CEFX	54311	CEFX	54351	CEFX	54391	CEFX	54449
CEFX	54312	CEFX	54352	CEFX	54392	CEFX	54451
CEFX	54313	CEFX	54353	CEFX	54393	CEFX	54452
CEFX	54314	CEFX	54354	CEFX	54394	CEFX	54453
CEFX	54315	CEFX	54355	CEFX	54395	CEFX	54454
CEFX	54316	CEFX	54356	CEFX	54396	CEFX	54455
CEFX	54317	CEFX	54357	CEFX	54397	CEFX	54457
CEFX	54318	CEFX	54358	CEFX	54398	CEFX	54460
CEFX	54319	CEFX	54359	CEFX	54399	CEFX	54462
CEFX	54320	CEFX	54360	CEFX	54400	CEFX	54463
CEFX	54321	CEFX	54361	CEFX	54401	CEFX	54467
CEFX	54322	CEFX	54362	CEFX	54402	CEFX	54468
CEFX	54323	CEFX	54363	CEFX	54403	CEFX	54469

CEFX	54470	CEFX	54545
CEFX	54475	CEFX	54546
CEFX	54480	CEFX	54547
CEFX	54481	CEFX	54548
CEFX	54483	CEFX	54549
CEFX	54487	CEFX	54550
CEFX	54488	CEFX	54551
CEFX	54489	CEFX	54552
CEFX	54490	CEFX	54553
CEFX	54491	CEFX	54554
CEFX	54495	CEFX	54556
CEFX	54496	CEFX	54557
CEFX	54498	CEFX	54558
CEFX	54499	CEFX	54559
CEFX	54504	CEFX	54560
CEFX	54505	CEFX	54561
CEFX	54507	CEFX	54562
CEFX	54508	CEFX	54563
CEFX	54509	CEFX	54564
CEFX	54511	CEFX	54565
CEFX	54512	CEFX	54566
CEFX	54514	CEFX	54567
CEFX	54517	CEFX	54568
CEFX	54518	CEFX	54569
CEFX	54524	CEFX	54570
CEFX	54525	CEFX	54573
CEFX	54526	CEFX	54576
CEFX	54527	CEFX	54577
CEFX	54530	CEFX	54578
CEFX	54531	CEFX	54579
CEFX	54532	CEFX	54580
CEFX	54533	CEFX	54581
CEFX	54534	CEFX	54582
CEFX	54535	CEFX	54583
CEFX	54536	CEFX	54584
CEFX	54537	CEFX	54585
CEFX	54538	CEFX	54586
CEFX	54539	CEFX	54587
CEFX	54540	CEFX	54588
CEFX	54541	CEFX	54589
CEFX	54542	CEFX	54590
CEFX	54543	CEFX	54456
CEFX	54544		

Schedule 1-D
(Marks / Numbers)

CCLX 92000	CCLX 92040	CCLX 92080	CEFX 72811
CCLX 92001	CCLX 92041	CCLX 92081	CEFX 72812
CCLX 92002	CCLX 92042	CCLX 92082	CEFX 72813
CCLX 92003	CCLX 92043	CCLX 92083	CEFX 72814
CCLX 92004	CCLX 92044	CCLX 92084	CEFX 72815
CCLX 92005	CCLX 92045	CCLX 92085	CEFX 72816
CCLX 92006	CCLX 92046	CCLX 92086	CEFX 72817
CCLX 92007	CCLX 92047	CCLX 92087	CEFX 72818
CCLX 92008	CCLX 92048	CCLX 92088	CEFX 72819
CCLX 92009	CCLX 92049	CCLX 92089	CEFX 72820
CCLX 92010	CCLX 92050	CCLX 92090	CEFX 72821
CCLX 92011	CCLX 92051	CCLX 92091	CEFX 72822
CCLX 92012	CCLX 92052	CCLX 92092	CEFX 72823
CCLX 92013	CCLX 92053	CCLX 92093	CEFX 72824
CCLX 92014	CCLX 92054	CCLX 92094	CEFX 72825
CCLX 92015	CCLX 92055	CCLX 92095	CEFX 72826
CCLX 92016	CCLX 92056	CCLX 92096	CEFX 72827
CCLX 92017	CCLX 92057	CCLX 92097	CEFX 72828
CCLX 92018	CCLX 92058	CCLX 92098	CEFX 72829
CCLX 92019	CCLX 92059	CCLX 92099	CEFX 72830
CCLX 92020	CCLX 92060	CEFX 72791	CEFX 72831
CCLX 92021	CCLX 92061	CEFX 72792	CEFX 72832
CCLX 92022	CCLX 92062	CEFX 72793	CEFX 72833
CCLX 92023	CCLX 92063	CEFX 72794	CEFX 72834
CCLX 92024	CCLX 92064	CEFX 72795	CEFX 72835
CCLX 92025	CCLX 92065	CEFX 72796	CEFX 72836
CCLX 92026	CCLX 92066	CEFX 72797	CEFX 72837
CCLX 92027	CCLX 92067	CEFX 72798	CEFX 72838
CCLX 92028	CCLX 92068	CEFX 72799	CEFX 72839
CCLX 92029	CCLX 92069	CEFX 72800	CEFX 72840
CCLX 92030	CCLX 92070	CEFX 72801	CEFX 72841
CCLX 92031	CCLX 92071	CEFX 72802	CEFX 72842
CCLX 92032	CCLX 92072	CEFX 72803	CEFX 72843
CCLX 92033	CCLX 92073	CEFX 72804	CEFX 72844
CCLX 92034	CCLX 92074	CEFX 72805	CEFX 72845
CCLX 92035	CCLX 92075	CEFX 72806	CEFX 72846
CCLX 92036	CCLX 92076	CEFX 72807	CEFX 72847
CCLX 92037	CCLX 92077	CEFX 72808	CEFX 72848
CCLX 92038	CCLX 92078	CEFX 72809	CEFX 72849
CCLX 92039	CCLX 92079	CEFX 72810	CEFX 72850

CEFX	72851	CEFX	72894
CEFX	72852	CEFX	72895
CEFX	72853	CEFX	72896
CEFX	72854	CEFX	72897
CEFX	72855	CEFX	72898
CEFX	72856	CEFX	72899
CEFX	72857	CEFX	72900
CEFX	72858	CEFX	72901
CEFX	72859	CEFX	72902
CEFX	72860	CEFX	72903
CEFX	72861	CEFX	72904
CEFX	72862	CEFX	72905
CEFX	72863	CEFX	72906
CEFX	72864	CEFX	72907
CEFX	72865	CEFX	72908
CEFX	72866	CEFX	72909
CEFX	72867	CEFX	72910
CEFX	72868	CEFX	72911
CEFX	72869		
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CEFX	72889		
CEFX	72890		
CEFX	72891		
CEFX	72892		
CEFX	72893		

Schedule 1-E
(Marks / Numbers)

LCEX	1300	LCEX	1340
LCEX	1301	LCEX	1341
LCEX	1302	LCEX	1342
LCEX	1303	LCEX	1343
LCEX	1304	LCEX	1344
LCEX	1305	LCEX	1345
LCEX	1306	LCEX	1346
LCEX	1307	LCEX	1347
LCEX	1308	LCEX	1348
LCEX	1309	LCEX	1349
LCEX	1310	LCEX	1350
LCEX	1311	LCEX	1351
LCEX	1312	LCEX	1352
LCEX	1313	LCEX	1353
LCEX	1314	LCEX	1354
LCEX	1315	LCEX	1355
LCEX	1316	LCEX	1356
LCEX	1317	LCEX	1357
LCEX	1318	LCEX	1358
LCEX	1319	LCEX	1359
LCEX	1320		
LCEX	1321		
LCEX	1322		
LCEX	1323		
LCEX	1324		
LCEX	1325		
LCEX	1326		
LCEX	1327		
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LCEX	1329		
LCEX	1330		
LCEX	1331		
LCEX	1332		
LCEX	1333		
LCEX	1334		
LCEX	1335		
LCEX	1336		
LCEX	1337		
LCEX	1338		
LCEX	1339		

Schedule 1-F
(Marks / Numbers)

DBUX	207793	DBUX	207833
DBUX	207794	DBUX	207834
DBUX	207795	DBUX	207835
DBUX	207796	DBUX	207836
DBUX	207797	DBUX	207837
DBUX	207798	DBUX	207838
DBUX	207799	DBUX	207839
DBUX	207800	DBUX	207840
DBUX	207801	DBUX	207841
DBUX	207802	DBUX	207842
DBUX	207803	DBUX	207843
DBUX	207804	DBUX	207844
DBUX	207805	DBUX	207845
DBUX	207806	DBUX	207846
DBUX	207807	DBUX	207847
DBUX	207808	DBUX	207848
DBUX	207809	DBUX	207849
DBUX	207810	DBUX	207850
DBUX	207811	DBUX	207851
DBUX	207812	DBUX	207852
DBUX	207813	DBUX	207853
DBUX	207814	DBUX	207854
DBUX	207815	DBUX	207855
DBUX	207816	DBUX	207856
DBUX	207817	DBUX	207857
DBUX	207818	DBUX	207858
DBUX	207819	DBUX	207859
DBUX	207820	DBUX	207860
DBUX	207821	DBUX	207861
DBUX	207822	DBUX	207862
DBUX	207823	DBUX	207863
DBUX	207824	DBUX	207864
DBUX	207825	DBUX	207865
DBUX	207826	DBUX	207866
DBUX	207827	DBUX	207867
DBUX	207828		
DBUX	207829		
DBUX	207830		
DBUX	207831		
DBUX	207832		

Schedule 1-G
(Marks / Numbers)

DBUX	208913	DBUX	301095	DBUX	301143
DBUX	301017	DBUX	301096	DBUX	301144
DBUX	301021	DBUX	301097	DBUX	301145
DBUX	301022	DBUX	301098	DBUX	301146
DBUX	301023	DBUX	301099	DBUX	301147
DBUX	301024	DBUX	301100	DBUX	301148
DBUX	301025	DBUX	301101	DBUX	301149
DBUX	301026	DBUX	301102	DBUX	301150
DBUX	301027	DBUX	301103	DBUX	301151
DBUX	301028	DBUX	301104	DBUX	301152
DBUX	301029	DBUX	301105	DBUX	301153
DBUX	301031	DBUX	301106	DBUX	301154
DBUX	301034	DBUX	301107	DBUX	301155
DBUX	301039	DBUX	301108	DBUX	301156
DBUX	301050	DBUX	301109	DBUX	301157
DBUX	301053	DBUX	301110	DBUX	301158
DBUX	301057	DBUX	301111	DBUX	301159
DBUX	301061	DBUX	301112	DBUX	301160
DBUX	301063	DBUX	301113	DBUX	301161
DBUX	301065	DBUX	301114	DBUX	301162
DBUX	301066	DBUX	301115	DBUX	301163
DBUX	301067	DBUX	301116	DBUX	301164
DBUX	301068	DBUX	301117	DBUX	301165
DBUX	301070	DBUX	301118	DBUX	301167
DBUX	301071	DBUX	301119	DBUX	301168
DBUX	301072	DBUX	301120	DBUX	301169
DBUX	301074	DBUX	301121	DBUX	301170
DBUX	301075	DBUX	301122	DBUX	301171
DBUX	301076	DBUX	301123	DBUX	301173
DBUX	301077	DBUX	301124	DBUX	301182
DBUX	301078	DBUX	301125		
DBUX	301079	DBUX	301126		
DBUX	301080	DBUX	301127		
DBUX	301081	DBUX	301128		
DBUX	301082	DBUX	301129		
DBUX	301083	DBUX	301130		
DBUX	301084	DBUX	301131		
DBUX	301085	DBUX	301132		
DBUX	301086	DBUX	301133		
DBUX	301087	DBUX	301134		
DBUX	301088	DBUX	301135		
DBUX	301089	DBUX	301136		
DBUX	301090	DBUX	301137		
DBUX	301091	DBUX	301138		
DBUX	301092	DBUX	301139		
DBUX	301093	DBUX	301140		
DBUX	301094	DBUX	301142		

Schedule 1-H
(Marks / Numbers)

TEPX	5373	TEPX	5413	TEPX	5453	TEPX	5493
TEPX	5374	TEPX	5414	TEPX	5454	TEPX	5494
TEPX	5375	TEPX	5415	TEPX	5455	TEPX	5495
TEPX	5376	TEPX	5416	TEPX	5456	TEPX	5496
TEPX	5377	TEPX	5417	TEPX	5457	TEPX	5497
TEPX	5378	TEPX	5418	TEPX	5458	TEPX	5498
TEPX	5379	TEPX	5419	TEPX	5459	TEPX	5499
TEPX	5380	TEPX	5420	TEPX	5460	TEPX	5500
TEPX	5381	TEPX	5421	TEPX	5461	TEPX	5501
TEPX	5382	TEPX	5422	TEPX	5462	TEPX	5502
TEPX	5383	TEPX	5423	TEPX	5463	TEPX	5503
TEPX	5384	TEPX	5424	TEPX	5464	TEPX	5504
TEPX	5385	TEPX	5425	TEPX	5465	TEPX	5505
TEPX	5386	TEPX	5426	TEPX	5466	TEPX	5506
TEPX	5387	TEPX	5427	TEPX	5467	TEPX	5507
TEPX	5388	TEPX	5428	TEPX	5468	TEPX	5508
TEPX	5389	TEPX	5429	TEPX	5469	TEPX	5509
TEPX	5390	TEPX	5430	TEPX	5470	TEPX	5510
TEPX	5391	TEPX	5431	TEPX	5471	TEPX	5511
TEPX	5392	TEPX	5432	TEPX	5472	TEPX	5512
TEPX	5393	TEPX	5433	TEPX	5473		
TEPX	5394	TEPX	5434	TEPX	5474		
TEPX	5395	TEPX	5435	TEPX	5475		
TEPX	5396	TEPX	5436	TEPX	5476		
TEPX	5397	TEPX	5437	TEPX	5477		
TEPX	5398	TEPX	5438	TEPX	5478		
TEPX	5399	TEPX	5439	TEPX	5479		
TEPX	5400	TEPX	5440	TEPX	5480		
TEPX	5401	TEPX	5441	TEPX	5481		
TEPX	5402	TEPX	5442	TEPX	5482		
TEPX	5403	TEPX	5443	TEPX	5483		
TEPX	5404	TEPX	5444	TEPX	5484		
TEPX	5405	TEPX	5445	TEPX	5485		
TEPX	5406	TEPX	5446	TEPX	5486		
TEPX	5407	TEPX	5447	TEPX	5487		
TEPX	5408	TEPX	5448	TEPX	5488		
TEPX	5409	TEPX	5449	TEPX	5489		
TEPX	5410	TEPX	5450	TEPX	5490		
TEPX	5411	TEPX	5451	TEPX	5491		
TEPX	5412	TEPX	5452	TEPX	5492		

Schedule 1-I
(Marks / Numbers)

TLAX	1046	TLAX	1089	TLAX	1135	TLAX	1176
TLAX	1047	TLAX	1090	TLAX	1136	TLAX	1177
TLAX	1048	TLAX	1091	TLAX	1137	TLAX	1178
TLAX	1049	TLAX	1092	TLAX	1138	TLAX	1179
TLAX	1050	TLAX	1093	TLAX	1139	TLAX	1180
TLAX	1051	TLAX	1094	TLAX	1140	TLAX	1181
TLAX	1052	TLAX	1095	TLAX	1141	TLAX	1182
TLAX	1053	TLAX	1096	TLAX	1142	TLAX	1183
TLAX	1054	TLAX	1098	TLAX	1143	TLAX	1184
TLAX	1055	TLAX	1099	TLAX	1144	TLAX	1185
TLAX	1056	TLAX	1100	TLAX	1145	TLAX	1186
TLAX	1057	TLAX	1101	TLAX	1146	TLAX	1187
TLAX	1058	TLAX	1102	TLAX	1147	TLAX	1188
TLAX	1060	TLAX	1103	TLAX	1148	TLAX	1189
TLAX	1062	TLAX	1104	TLAX	1149	TLAX	1190
TLAX	1063	TLAX	1105	TLAX	1150	TLAX	1191
TLAX	1064	TLAX	1109	TLAX	1151	TLAX	1192
TLAX	1065	TLAX	1110	TLAX	1152	TLAX	1193
TLAX	1066	TLAX	1111	TLAX	1153	TLAX	1194
TLAX	1067	TLAX	1112	TLAX	1154	TLAX	1195
TLAX	1071	TLAX	1113	TLAX	1155	TLAX	1196
TLAX	1072	TLAX	1114	TLAX	1157	TLAX	1197
TLAX	1073	TLAX	1115	TLAX	1158	TLAX	1198
TLAX	1074	TLAX	1116	TLAX	1159	TLAX	1199
TLAX	1075	TLAX	1118	TLAX	1160	TLAX	1200
TLAX	1076	TLAX	1119	TLAX	1161	TLAX	1201
TLAX	1077	TLAX	1120	TLAX	1162	TLAX	1204
TLAX	1078	TLAX	1121	TLAX	1163	TLAX	1205
TLAX	1079	TLAX	1122	TLAX	1164	TLAX	1206
TLAX	1080	TLAX	1123	TLAX	1165	TLAX	1208
TLAX	1081	TLAX	1125	TLAX	1166	TLAX	1209
TLAX	1082	TLAX	1127	TLAX	1169	TLAX	1210
TLAX	1083	TLAX	1128	TLAX	1170	TLAX	1212
TLAX	1084	TLAX	1130	TLAX	1171	TLAX	1215
TLAX	1085	TLAX	1131	TLAX	1172		
TLAX	1086	TLAX	1132	TLAX	1173		
TLAX	1087	TLAX	1133	TLAX	1174		
TLAX	1088	TLAX	1134	TLAX	1175		

Schedule 2
(Description of the Indenture and the Lease)

Trust Indenture and Security Agreement (CIT Rail Trust 2006-3) dated as of September 29, 2006, as supplemented by that certain Trust Indenture Supplement No. 1 dated as of September 29, 2006 and that certain Trust Indenture Supplement No. 2 dated as of December 28, 2006

Equipment Lease Agreement (CIT Rail Trust 2006-3) dated as of September 29, 2006, as supplemented by that certain Lease Supplement No. 1, Lease Supplement No. 2 and Lease Supplement No. 3, each dated as of September 29, 2006 and that certain Lease Supplement No. 4, Lease Supplement No. 5, Lease Supplement No. 6, Lease Supplement No. 7, Lease Supplement No. 8 and Lease Supplement No. 9, each dated as of December 28, 2006

Schedule 3
(Filing Information)

A (x) Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 1 was filed with (i) the Surface Transportation Board on September 29, 2006 at 10:50 a.m. under recordation number 26584-A, and (ii) the Registrar General of Canada on September 29, 2006 at 10:50 a.m., as amended and restated pursuant to that certain Amended and Restated Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 1 filed with (i) the Surface Transportation Board on October 3, 2006 at 3:56 p.m. under recordation number 26584-C, and (ii) the Registrar General of Canada on October 3, 2006 at 3:39 p.m., and (y) Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 2 was filed with (i) the Surface Transportation Board on December 28, 2006 at 9:30 a.m. under recordation number 26584-E, and (ii) the Registrar General of Canada on December 28, 2006 at 10:18 a.m.

A (x) Memorandum of Lease Agreement, Lease Supplement No. 1, Lease Supplement No. 2 and Lease Supplement No. 3 was filed with (i) the Surface Transportation Board on September 29, 2006 at 10:45 a.m. under recordation number 26584, and (ii) the Registrar General of Canada on September 29, 2006 at 10:50 a.m., as amended and restated pursuant to that certain Amended and Restated Memorandum of Lease Agreement, Lease Supplement No. 1, Lease Supplement No. 2 and Lease Supplement No. 3 filed with (i) the Surface Transportation Board on October 3, 2006 at 3:47 p.m. under recordation number 26584-B, and (ii) the Registrar General of Canada on October 3, 2006 at 3:39 p.m., and (y) Memorandum of Lease Agreement and Lease Supplement No. 4, Lease Supplement No. 5, Lease Supplement No. 6, Lease Supplement No. 7, Lease Supplement No. 8 and Lease Supplement No. 9 filed with the (i) the Surface Transportation Board on December 28, 2006 at 9:30 a.m. under recordation number 26584-D, and (ii) the Registrar General of Canada on December 28, 2006 at 10:18 a.m.

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

6/25/09



Robert W. Alvord